

DAVID • LUPACCHINO • ORTEGO • MILLA

X-FACTOR



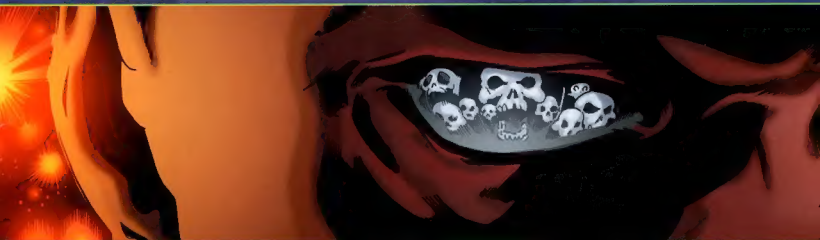
MARVEL
214.com

RATED T+
\$2.99US
DIRECT EDITION
MARVEL.COM



WHEN SUPERHUMANITY NEEDS A DETECTIVE AGENCY, THEY CALL UPON MADROX THE MULTIPLE MAN AND HIS MUTANT TEAM OF INVESTIGATORS...

X-FACTOR



PREVIOUSLY...

IN ORDER TO SAVE HIS TEAMMATES, DARWIN WENT MANO-A-MANO WITH HELA, THE NORSE DEATH GODDESS. THE EXPERIENCE HAS SHAKEN HIM TO HIS SOUL, AND NOW THE YOUNG MUTANT WITH THE EVOLUTION-BASED POWERS HAS LEFT THE TEAM AND GONE OFF ON HIS OWN...

PETER DAVID
WRITER

EMANUELA LUPACCHINO
PENCILS

GUILLERMO ORTEGO
INKS

MATT MILLA
COLORS

VC'S CORY PETIT
LETTERER

DAVID YARDIN
WITH JAMES CAMPBELL
COVER

JODY LEHEUP
EDITOR

JOE QUESADA
EDITOR IN CHIEF

DAN BUCKLEY
PUBLISHER

ALAN FINE
EXEC. PRODUCER

X-FACTOR (ISSN #1520-5266) No. 214, March 2011. Published Monthly by MARVEL WORLDWIDE, INC., a subsidiary of MARVEL ENTERTAINMENT, LLC. OFFICE OF PUBLICATION: 135 West 50th Street, New York, NY 10020. PERIODICALS POSTAGE PAID AT NEW YORK, NY AND AT ADDITIONAL MAILING OFFICES. © 2011 Marvel Characters, Inc. All rights reserved. All characters featured in this issue and the distinctive names and likenesses thereof, and all related indicia are trademarks of Marvel Characters, Inc. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental. \$2.99 per copy in the U.S. (GST #R127000052) in the direct market and \$3.99 per copy in the U.S. and \$3.99 in Canada (GST #R127000052) through the newsstand. Canadian Agreement #4269657. Printed in the USA. Subscription rate (U.S. dollars) for 12 issues: U.S. \$27.00; Canada \$37.00; Foreign \$39.00. POSTMASTER: SEND ALL ADDRESS CHANGES TO X-FACTOR, C/O MARVEL SUBSCRIPTION DEPT., P.O. BOX 5187 BRENTWOOD, TN 37024. TELEPHONE # (800) 217-9158, FAX # (615) 377-0525, subscriptions@marvel.com. ALAN FINE, EVP - Office Of The President, Marvel Worldwide, Inc. and EVP & CMO Marvel Characters B.V.; DAN BUCKLEY, Chief Executive Officer and Publisher - Print, Animation & Digital Media; JIM SOKOLOWSKI, Chief Operating Officer; DAVID GABRIEL, SVP of Publishing Sales & Circulation; DAVID BOGART, SVP of Business Affairs & Talent Management; MICHAEL PASQUILLO, VP of Merchandising & Communications; JIM O'KEEFE, VP of Operations & Logistics; DAN CARR, Executive Director of Publishing Technology; JUSTIN F. GABRIE, Director of Publishing & Editorial Operations; SUSAN CRESPI, Editorial Operations Manager; ALEX MORALES, Publishing Operations Manager; STAN LEE, Chairman Emeritus. For information regarding advertising in Marvel Comics or on Marvel.com, please contact Ron Fiem, VP of Business Development, at 187@marvel.com. For Marvel subscription inquiries, please call 800-217-9158. Manufactured between 12/20/2010 and 01/05/2011 by R.R. DONNELLEY, INC., GLASGOW, KY, USA.



MADROX TOLD ME HE
LIKES TO TALK TO HIMSELF
SOMETIMES. NOT
OUT LOUD. INWARDLY.


KEEP A KIND OF
NARRATIVE GOING
THROUGH HIS HEAD.

HELPS KEEP
HIM FOCUSED,
HE SAID.

SEEMS A
DECENT
ENOUGH
IDEA.

ESPECIALLY WHEN
THE SUN IS POUNDING
DOWN ON YOU AND
YOU HAVEN'T HAD
WATER IN A WHILE.


IT'S NOT LIKE I CAN'T
SURVIVE WITHOUT IT. MY
BODY EVOLVES AND
ADAPTS. JUST AS IT
ALWAYS DOES. SO THAT
I'M ABLE TO SURVIVE.



THEN AGAIN...
AS I'VE RECENTLY
LEARNED...

...THERE'S MORE
TO LIFE THAN
SURVIVAL.

AND WHETHER I NEED IT
OR NOT, I FIND MYSELF
CRAVING THE TASTE
OF WATER ON MY LIPS.



SOME TYPES OF
CACTUS HAVE WATER
IN THEM, I THINK.

MAYBE I CAN
GET SOME OUT
OF THERE.



WOW.



THAT WAS...REALLY REFRESHING.

I'M NOT FEELING THIRSTY ANYMORE.

HMMM. I'M ALSO NOT FEELING MY BODY ANYMORE.

I WONDER IF IT'S STILL THERE...?



MAYBE NOT. MAYBE I'VE EVOLVED INTO JUST A HEAD...

"LIKE ON 'FUTURAMA.'"

THAT WOULD BE COOL.



Help me...



...please... help me... don't let it get me...

I HAVE NO IDEA
WHERE SHE
CAME FROM...

...OR WHY SHE'S
DRESSED LIKE A
REFUGEE FROM
"UNFORGIVEN."

BUT I SAY THE
THING YOU'RE
SUPPOSED TO
SAY AT TIMES
LIKE THIS...

DON'T
WORRY, I'LL
PROTECT
YOU--

THEN I
HEAR A
ROAR...

...AND IF FOUL BREATH
WERE A THREAT TO LIFE,
THEN MY NOSE WOULD
EVOLVE TO CLOSE
OFF MY NOSTRILS.

I'D WONDER WHAT
THE HELL IT WAS, BUT
HELL SEEMS TO BE
WHAT SPAT IT OUT.



ITS SCALES BURN HOT TO THE TOUCH. I WANT TO SCREAM, BUT DON'T WANT TO GIVE IT THE SATISFACTION.

THEN MY SKIN AUTOMATICALLY THICKENS TO PROVIDE ME INSULATION...



...AND I FEEL STRENGTH THAT WASN'T THERE BEFORE FLOWING THROUGH ME.

STRENGTH THAT WILL HELP ME DEAL WITH THIS THING THREATENING MY LIFE.



AT LEAST THAT'S THE THEORY.

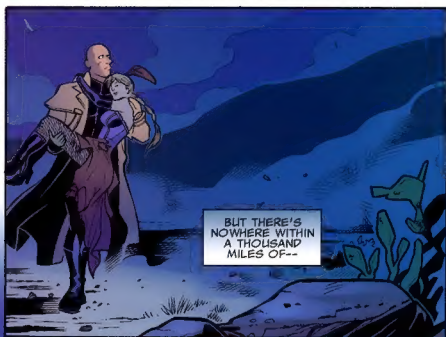




KILLING THINGS IS GETTING EASIER FOR ME. I WONDER IF I SHOULD BE WORRIED ABOUT THAT.

I'LL WORRY ABOUT IT LATER. RIGHT NOW, SHE NEEDS HELP.

SHE'S BADLY BANGED UP. SHE NEEDS HELP. MEDICAL AID.



BUT THERE'S NOWHERE WITHIN A THOUSAND MILES OF--



OOOOKAY... THAT'S WEIRD.

DID I JUST FALL THROUGH A TIME WARP OR SOMETHING?

HOW DID I WIND UP IN THE OLD WEST?



WELL, I'M NOT EXACTLY IN A POSITION TO KNOCK IT.



I DON'T GET IT.
WHAT KIND OF
OLD WESTERN
GHOST TOWN...

...HAS AN ATM?
AND AN OLD
ONE, AT THAT.



IT USED
TO BE A
MOVIE SET.

WHA--?



THAT'S
WHAT'CHER
WONDERING,
RIGHT? WHERE
THIS PLACE
CAME
FROM?

PRETTY
MUCH,
YEAH.

IT WAS A
SET. FILMED A
LOT OF MOVIES
HERE BACK IN THE
OL' DAYS. FULLY
FUNCTIONAL TOWN.
THEN THEY
STOPPED MAKING
WESTERNS...



AND THE
OWNERS TRIED
TURNING IT INTO
A TOURIST
ATTRACTION.

IN THE
MIDDLE O'
NOWHERE. CAN
YA BELIEVE
IT?

PLACE SHUT
DOWN FIFTEEN
YEARS AGO. LEFT
EVERYTHING BEHIND,
INCLUDING
COSTUMES.

SQUATTERS
HOMELESS FOLKS
SHOWED UP AND...
STAYED.



YEAH, THAT'S...
FASCINATING.

LOOK,
THIS WOMAN
NEEDS MEDICAL
ATTEN--



I'LL
BE FINE,
THANKS!

WHA--?



THANK
YOU FOR
SAVING
ME.

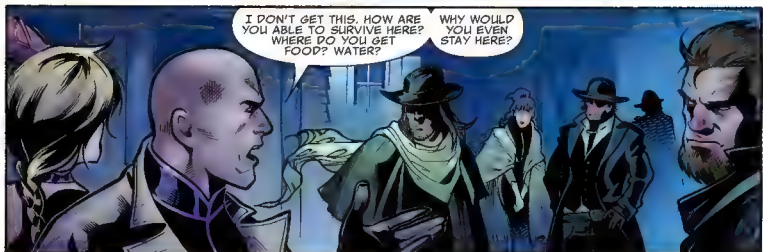
I...I
DON'T
UNDERSTAND.
ARE YOU
OK--?

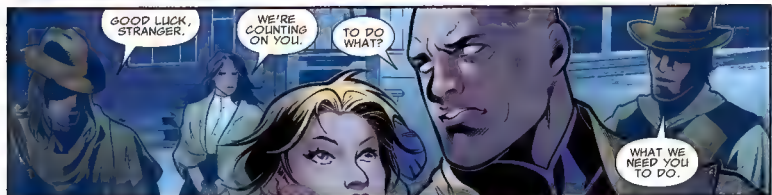


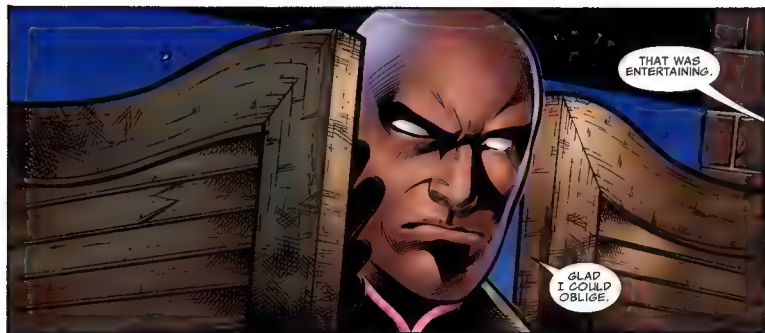
MMMM.

YOU
TASTE LIKE
DEATH.

I'M...NOT SURE
WHAT TO SAY
TO THAT...







THAT WAS ENTERTAINING.

GLAD I COULD OBLIGE.



SO...YOU'RE THE STRANGER WHO'S COME TO TAKE ME DOWN.

SIT. TAKE A LOAD OFF.

WE'LL TALK AS MEN DO.

EXCEPT WITH MORE WIT AND BETTER GRAMMAR.

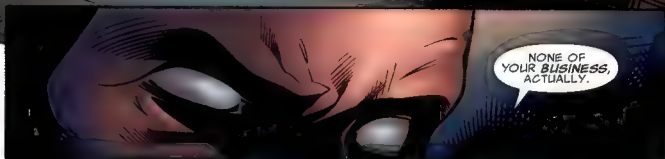


WHAT IS YOUR NAME?

THEY, UH... THEY CALL ME DARWIN.

DO THEY AND YOUR TRUE NAME?

IT'S, UH...



NONE OF YOUR BUSINESS, ACTUALLY.



VERY GOOD.

NAMES HAVE POWER. YOU LEARN QUICKLY.

SIT DOWN.



THANKS.

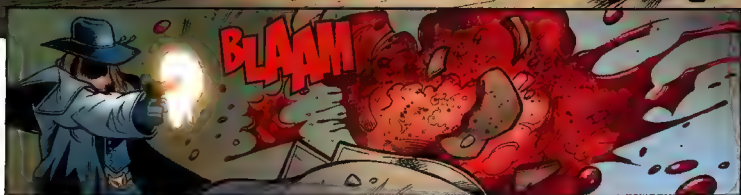
TRUST ME: WE HAVEN'T MET. YOU SEEM FAMILIAR TO ME.

THAT DOESN'T MEAN WE WON'T.



I'M NOT SURE I UNDERSTAND WHAT YOU--









HLNH.

YOU'RE A DEATH BRINGER.

SO IT SEEMS.



AND YOU THINK YOU BRING DEATH TO ME?

I'M NOT SURE WHAT TO THINK ABOUT ANYTHING RIGHT NOW.



CAN WE BACK UP A MOMENT? "THE WHORE OF BABYLON" IS THAT SUPPOSED TO MEAN SOMETHING TO ME?

IT SHOULD.

SO IS THIS TOWN CALLED BABYLON?



NO. THIS TOWN HAS NO NAME.

IT'S A STAGING AREA.



A STAGING AREA? YOU MEAN YOU'RE JUST SITTING AROUND...WAITING FOR SOMETHING?

YES.

FOR HOW LONG?

TIME HAS NO MEANING HERE. IT EBBS AND FLOWS AS FATE WOULD CARRY IT.

AND WHAT ARE YOU WAITING FOR?

APOCALYPSE.



APOCALYPSE? WHAT DOES HE HAVE TO DO WITH THIS?



NOT THAT APOCALYPSE.



WHAT, YOU MEAN LIKE... THE END OF THE WORLD? APOCALYPSE?

THE BEING, APOCALYPSE, YOU'VE ENCOUNTERED, AND HIS SO-CALLED HORSEMEN...

...THEY'RE MERE SHADOWS OF WHAT'S COMING.

WHY DO YOU SAY THAT?



BECAUSE THEM, YOU COULD STOP. BUT THE REAL DEALS? UNLIKELY.



SO THE END OF THE WORLD IS NIGH, IS WHAT YOU'RE SAYING.

YES. THE COMING OF THE BEAST OF THE EARTH, NAMELY ME...

THE BEAST? LIKE, THE SIGN OF 666 BEAST?

OH, GOOD. YOU'RE NOT COMPLETELY IGNORANT.



YOU KILLED MY PET, DIDN'T YOU, THE SIRRUSH.

WELL, THEN...

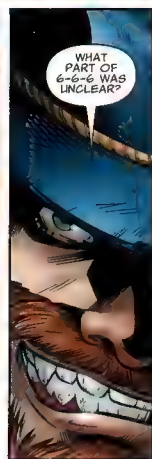
THAT DRAGON THING? YEAH.



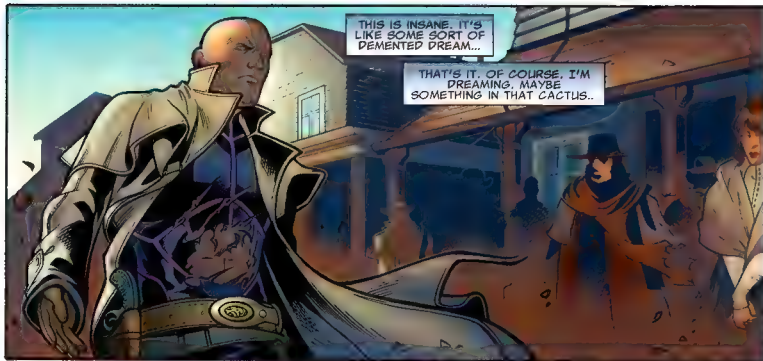
...IF YOU HAVE THE STRENGTH OF WILL, AND THE PROPER WEAPON...

...YOU MAY BE ABLE TO KILL ME AND AVERT THE APOCALYPSE AFTER ALL.

WHY THREE SIX-SHOOTERS?



WHAT PART OF 6-6-6 WAS UNCLEAR?



THIS IS INSANE. IT'S LIKE SOME SORT OF DEMENTED DREAM...

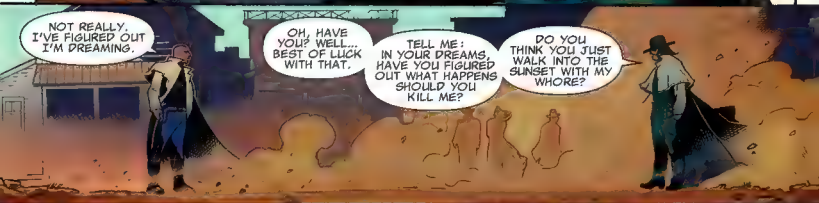
THAT'S IT. OF COURSE. I'M DREAMING. MAYBE SOMETHING IN THAT CACTUS...



THESE GUNS... THEY'RE NOT LIKE NORMAL WEAPONS, DARWIN.

IF GOD HIMSELF WERE SHOT BY ONE, HE WOULD BLEED.

BUT YOU STRIDE TWO WORLDS, AND SO WE ARE IN UNKNOWN TERRITORY. EXCITING, ISN'T IT.



NOT REALLY. I'VE FIGURED OUT I'M DREAMING.

OH, HAVE YOU? WELL... BEST OF LUCK WITH THAT.

TELL ME: IN YOUR DREAMS, HAVE YOU FIGURED OUT WHAT HAPPENS SHOULD YOU KILL ME?

DO YOU THINK YOU JUST WALK INTO THE SUNSET WITH MY WHORE?



I GUESS.

MAYBE YOUR GUESS IS RIGHT.



OR MAYBE YOUR GUESS IS WRONG. MAYBE YOU WIND UP TAKING MY PLACE, SOONER OR LATER.

MAYBE YOU KILL ME...AND YOU WIND UP BRINGING DEATH TO ALL.

THAT'S RIDICULOUS.

IS IT?

WHY AM I ARGUING? HE'S NOT REAL... NONE OF THIS IS...



DARWIN...
HAVEN'T YOU
FIGURED OUT
THAT YOU'RE
IMMORTAL? HUMANS...
EVEN SUPERIOR
ONES...AREN'T
DESIGNED FOR
THAT "GIFT."

THEY NEED
TO BE GROUNDED.
ANCHORED.
IMMORTALITY CUTS
THAT ANCHOR
CHAIN.



DON'T LET
HIM GET INTO
YOUR HEAD! IT'LL
MAKE YOU
VULNERABLE!

HE...HE
WON'T. NOTHING
HE SAYS
MATTERS. HE...



YOU'LL
JUST DRIFT
THROUGH
EXISTENCE,
WATCHING
EVERYONE AND
EVERYTHING
AROUND YOU
DIE.

IT WILL
DRIVE YOU
MAD.

IT WILL
DRIVE YOU HERE
AND YOU'LL WANT
THE WORLD TO
END SO THAT YOU
CAN FINALLY
KNOW PEACE.



YOU
PLANNING
TO DRAW, OR
JUST TALK ME
TO DEATH?



VERY
WELL. BY THE
WAY...

I REALIZE
NOW WHY I
"RECOGNIZED"
YOU.

YOU
KNOW MY
MOTHER.



WHAT?
AND
WHO'S--?



